

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:		Chapter 11
WESTMORELAND COAL COMPANY, et al.,		Case No. 18-35672
Debtors		(Jointly Administered)

**LIMITED OBJECTION OF CATERPILLAR FINANCIAL SERVICES CORPORATION
TO THE WLB DEBTORS' MOTION FOR ENTRY OF AN ORDER APPROVING
THE SALE OF THE BUCKINGHAM MINE TO CCU COAL AND CONSTRUCTION,
LLC FREE AND CLEAR OF LIENS, CLAIMS, ENCUMBRANCES AND INTERESTS
(doc 875)**

TO THE HONORABLE DAVID R. JONES CHIEF UNITED STATES BANKRUPTCY JUDGE:

Comes now Caterpillar Financial Services Corporation ("Caterpillar Financial") and files this limited objection to the WLB Debtors' Motion for Entry of an Order Approving the Sale of the Buckingham Mine to CCU Coal and Construction, LLC Free and Clear of Liens, Claims, Encumbrances, and Interests (doc 875, the "Motion"), and respectfully represents.

1. Caterpillar Financial holds unexpired leases of Caterpillar equipment with Oxford Mining Company, LLC. The following table summarizes those leases.

Contract Number	Description	Type of Contract	Payment Amount	Payoff Balance	Pre-Petition Arrears
001-9492918-100	2012 CATERPILLAR D10T TRACK TYPE TRACTOR RJG04057	Operating Lease	\$2,851.34	\$368,972.57	\$1,995.94
001-9492919-100	2012 CATERPILLAR D10T TRACK TYPE TRACTOR RJG04012 Track Type Tractor	Operating Lease	\$2,851.34	\$368,972.57	\$1,995.94
001-9492920-100	2012 CATERPILLAR D10T TRACK TYPE TRACTOR RJG04009	Operating Lease	\$2,851.34	\$368,972.57	\$1,995.94

001-9498421-001	2011 CATERPILLAR D11T TRACK TYPE TRACTOR AMA00140	Operating Lease	\$4,763.93	\$335,469.62	\$3,811.14
001-9492921-100	2012 CATERPILLAR D10T TRACK TYPE TRACTOR RJG04002	Operating Lease	\$2,005.31	\$368,930.27	\$1,403.72
001-9498422-001	2006CATERPILLAR 994F WHEEL LOADER 44200201	Operating Lease	\$7,410.25	\$715,700.51	\$5,928.20
001-9498423-001	2006 CATERPILLAR 993K WHEEL LOADER LWA00423	Operating Lease	\$5,627.67	\$327,311.38	\$4,502.14
		TOTAL:	\$28,361.18	\$2,854,329.49	\$21,633.02

2. The Motion describes a proposed transaction called the "Oxford Option" concerning an option to sell assets currently owned by Oxford Mining Company, LLC, which is set out in paragraph 3.3 of the Asset Purchase Agreement among Buckingham Coal Company, LLC, Westmoreland Coal Company, and CCU Coal and Construction, LLC (doc 875, pages 47 and 48). The Motion says that the WLB Debtors seek approval of the Oxford Option (doc 875, pages 79-81).

3. However the "Oxford Agreement" is not attached to the Motion. The Motion states that the Oxford Option will be contained in an agreement that will be attached as an exhibit to the Purchase Agreement (the "Option Agreement") which is still being finalized. (doc 875, pages 5 and 6). The "Oxford Option" and the "Oxford Agreement" are described only in general terms.

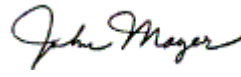
4. Caterpillar Financial is not able to determine from the Motion or the proposed Purchase Agreement whether its seven units of leased Caterpillar Equipment will be included in the proposed sale or whether its unexpired leases will be assumed by the Oxford Acquirer or the Buyer.

5. Caterpillar Financial's leases may not be assigned or the equipment transferred to the Buyer unless Oxford Mining Company, LLC assumes the unexpired portions of the terms of the leases and all default is cured. Bankruptcy Code Section 365(b)(1). Caterpillar Financial objects to the Motion unless the Oxford Option and Oxford Agreement require that the Caterpillar Financial leases with Oxford Mining Company, LLC are assumed and all default is remedied as part of the transaction.

Wherefore Caterpillar Financial objects to the Motion in so far as its seven units of Caterpillar Equipment which are the subject of its unexpired leases with Oxford Mining Company, LLC, described in Paragraph 1, are included in the proposed sale unless its leases are assumed by Oxford Mining Company, LLC and assigned to the Oxford Acquirer and the Buyer, and the cure amounts and all accrued post-petition rents on the leases are paid.

Respectfully submitted,

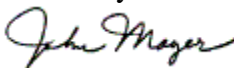
ROSS, BANKS, MAY, CRON & CAVIN, P.C.

By: 

John Mayer
Texas Bar Number 13274500
Southern District Number 502092
7700 San Felipe, Suite 550
Houston, Texas 77063
Phone 713-626-1200
Email jmayer@rossbanks.com
Attorney for Caterpillar Financial
Services Corporation

CERTIFICATE OF SERVICE

I certify that true copies of this instrument were served upon all persons and parties who have entered an appearance in this case electronically to their email addresses by means of the Bankruptcy Court's CM/ECF System contemporaneously with filing on January 8, 2019.



John Mayer